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RECORDATION NO. 26960 FILED
MAY 11 '07 -12 01 PM
SURFACE TRANSPORTATION BOARD

May 11, 2007

New Recordation No.

Dear Mr. Williams:

On behalf of Chicago Freight Car Leasing Co. I submit for filing and recording under 49 U.S.C. § 11301 (a) and the regulations applicable thereunder executed counterparts of a primary document, not previously recorded, entitled Memorandum of Lease ("Lease") dated as of February 28, 2005.

The parties to the enclosed Lease are:

Chicago Freight Car Leasing Co.
Suite 7000
6250 North River Road
Rosemont, IL 60018

- LESSOR

Lafarge North America
1200-10655 Southport Road
Calgary, AB T2W 4Y1
Canada

- LESSEE

The said Lease, among other things, acts to lease the equipment listed in Exhibit A thereto, which units are among the units in the lease of February 28, 2005, by the Lessor to the Lessee.

The equipment covered by the instant Lease is as identified in Exhibit A thereto, namely 47 covered hoppers, CRDX 20877-20923.

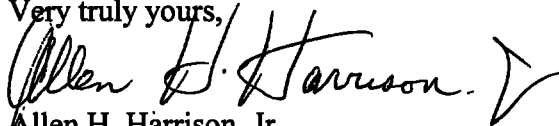
A short summary of the Lease to appear in the Surface Transportation Board Index is as follows:

"Lease of 47 covered hoppers, CRDX 20877-20923."

Enclosed is a check in the amount of thirty-four (\$34.00) dollars in payment of filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

A handwritten signature in black ink, reading "Allen H. Harrison, Jr." with a stylized flourish at the end.

Allen H. Harrison, Jr.
Attorney for Chicago Freight Car Leasing Co.,
for the purpose of this filing.

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Enclosures:
BY HAND

MAY 11 '07 -12 01 PM

MEMORANDUM OF LEASESURFACE TRANSPORTATION BOARD

CHICAGO FREIGHT CAR LEASING CO., a corporation of Delaware ("Lessor"), having an office at Suite 7000, 6250 North River Road, Rosemont, IL 60018, is a party to that certain (unfiled) lease agreement ("Lease") made and entered into February 28, 2005, as may be/may have been, amended, modified or supplemented, with Lafarge North America, a corporation of Maryland ("Lessee"), having an office at 1200-10655 Southport Road, Calgary, AB T2W 4Y1, Canada, covering among the units of railcars covered in the aforesaid Lease those certain forty-seven (47) covered hopper cars listed in Exhibit A hereto.

IN WITNESS WHEREOF, the undersigned has caused this Memorandum to be executed by a duly authorized officer as of the date first written.

I certify that I hold the title set forth below, that this instrument was signed by the Lessor by authority of its Board of Directors and that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under the penalty of perjury that the foregoing is true and correct.

Executed on May 9, 2007.

CHICAGO FREIGHT CAR LEASING CO.

By: Fred R. Sasser
Signature

Name: FRED R. SASSER
Print

Title: PRESIDENT

EXHIBIT A

CRDX 20877 - 20923